

**UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re:

Chapter 11

**DELPHI CORPORATION, *et al.*,**

Case No. 05-44481 (RDD)

**Debtors.**

(Jointly administered with  
Delphi Mechatronics Systems, Inc.,  
Case No. 05-44567)

-----X  
**NOTICE REGARDING TRANSFER OF CLAIM**  
**PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 3001(e)(2)**

To: Murata Electronics North America, Inc.  
2200 Lake Park Drive  
Smyrna, GA 30080-7604  
Attention: Mr. Yoshi Nishida, Treasurer-Corporate Controller  
Fax No.: 770-319-3112  
Phone No.: 770-433-7881

Your claim, as evidenced by your proof of claim against Delphi Mechatronics Systems, Inc., a debtor and debtor-in-possession in the above-captioned case (dated July 26, 2006, and docketed as Claim No. 11052, a copy of the first page of which is attached hereto as Exhibit A), as stipulated and agreed pursuant to that certain Joint Settlement Agreement, Stipulation, and Agreed Order to Permit Setoff of Obligations between Delphi Automotive Systems, Delphi Mechatronics Systems, Inc. and Murata Electronics North America, Inc. and to Resolve Objections to and Reduce Claim Numbers 11052 and 11053 (dated July 30, 2007, and approved August 29, 2007, a copy of the first page of which is attached hereto as Exhibit B) (the “Stipulation”), consisting of (i) the allowed general unsecured claim in the amount of \$31,393.31 referenced in paragraph 7 of the Stipulation and (ii) the \$3,638.21 claim referenced in paragraph 9 of the Stipulation, has been transferred, pursuant to the terms of the Evidence of Transfer of Claim attached hereto as Exhibit C, to Merrill Lynch Credit Products, LLC (the “Transferee”), its successors and assigns, with offices located at:

Merrill Lynch Credit Products, LLC  
4 World Financial Center, 7<sup>th</sup> Floor  
New York, New York 10080  
Attention: Gary S. Cohen / Christopher Moon  
Telephone: (212) 449-4969  
Facsimile: (212) 449-0769

No action is required if you do not object to the transfer of your claim. However, **IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE YOU MUST FILE A WRITTEN OBJECTION WITH:**

United States Bankruptcy Court  
Southern District of New York  
One Bowling Green  
New York, New York 10004-1408

SEND A COPY OF YOUR OBJECTION TO THE TRANSFEREE.

Refer to Internal Control No. \_\_\_\_\_ in your objection.

IF YOU FILE AN OBJECTION, A HEARING WILL BE SCHEDULED.

IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFEREE WILL BE SUBSTITUTED ON OUR RECORDS AS THE CLAIMANT.

Clerk of the Court

FOR CLERK'S OFFICE USE ONLY:

This notice was mailed to the first named party, by first class mail, postage prepaid on \_\_\_\_\_, 2007.

INTERNAL CONTROL NO. \_\_\_\_\_

Copy to Transferee: \_\_\_\_\_

Claims Agent Noticed: \_\_\_\_\_

Deputy Clerk

**EXHIBIT A**

**Proof of Claim**

## FORM B10 (Official Form 10) (04/05)

UNITED STATES BANKRUPTCY COURT <u>Southern</u>		DISTRICT OF <u>New York</u>	PROOF OF CLAIM												
Name of Debtor <b>Delphi Mechatronic Systems, Inc.</b>		Case Number <b>05-44567</b>													
<p>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.</p>															
Name of Creditor (The person or other entity to whom the debtor owes money or property): <b>Murata Electronics North America, Inc.</b>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input checked="" type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.													
Name and address where notices should be sent: <b>2200 Lake Park Drive Smyrna, Georgia 30080-7604 Attn: Treasurer/Controller</b>															
Telephone number: <b>770-436-1300</b>		THIS SPACE IS FOR COURT USE ONLY													
Account or other number by which creditor identifies debtor: <b>8696</b>		Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated: _____													
<p><b>1. Basis for Claim</b></p> <table> <tr> <td><input checked="" type="checkbox"/> Goods Sold / Services Performed</td> <td><input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)</td> </tr> <tr> <td><input type="checkbox"/> Customer Claim</td> <td><input type="checkbox"/> Wages, salaries, and compensation (fill out below)</td> </tr> <tr> <td><input type="checkbox"/> Taxes</td> <td>Last four digits of SS #: _____</td> </tr> <tr> <td><input type="checkbox"/> Money Loaned</td> <td>Unpaid compensation for services performed</td> </tr> <tr> <td><input type="checkbox"/> Personal Injury</td> <td>from _____ to _____</td> </tr> <tr> <td><input type="checkbox"/> Other _____</td> <td>(date) (date)</td> </tr> </table>				<input checked="" type="checkbox"/> Goods Sold / Services Performed	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)	<input type="checkbox"/> Customer Claim	<input type="checkbox"/> Wages, salaries, and compensation (fill out below)	<input type="checkbox"/> Taxes	Last four digits of SS #: _____	<input type="checkbox"/> Money Loaned	Unpaid compensation for services performed	<input type="checkbox"/> Personal Injury	from _____ to _____	<input type="checkbox"/> Other _____	(date) (date)
<input checked="" type="checkbox"/> Goods Sold / Services Performed	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)														
<input type="checkbox"/> Customer Claim	<input type="checkbox"/> Wages, salaries, and compensation (fill out below)														
<input type="checkbox"/> Taxes	Last four digits of SS #: _____														
<input type="checkbox"/> Money Loaned	Unpaid compensation for services performed														
<input type="checkbox"/> Personal Injury	from _____ to _____														
<input type="checkbox"/> Other _____	(date) (date)														
<p><b>2. Date debt was incurred:</b> Various-see attached Exhibits A-E</p>		<p><b>3. If court judgment, date obtained:</b></p>													
<p><b>4. Total Amount of Claim at Time Case Filed:</b> <u>\$ 31,393.31*</u></p>		\$913.00* (unsecured)	<u>\$3,638.21</u> (secured)	<u>\$35,944.52*</u> (priority)											
<p>If all or part of your claim is secured or entitled to priority, also complete Item 5 or 7 below.</p>															
<p><input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.</p>															
<p><b>5. Secured Claim.</b></p> <p><input checked="" type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff).</p> <p>Brief Description of Collateral:</p> <p><input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle  <input checked="" type="checkbox"/> Other setoff/recoupment of prepetition overpayment          Value of Collateral: <u>\$ 913.00*</u></p> <p>Amount of arrearage and other charges <u>at time case filed</u> included in secured claim, if any: <u>\$ N/A</u></p>		<p><b>7. Unsecured Priority Claim.</b></p> <p><input checked="" type="checkbox"/> Check this box if you have an unsecured priority claim</p> <p>Amount entitled to priority <u>\$ 3,638.21</u>          Specify the priority of the claim:</p> <p><input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000),* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3).  <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4).  <input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6).  <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7).  <input type="checkbox"/> Taxes or penalties owed to governmental units-11 U.S.C. § 507(a)(8).  <input checked="" type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(1).  <small>*Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment. \$10,000 and 180-day limits apply to cases filed on or after 4/20/05. Pub. L. 109-8.</small></p>													
<p><b>6. Unsecured Nonpriority Claim</b> <u>\$ 31,393.31*</u></p> <p><input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or c) none or only part of your claim is entitled to priority.</p>		<p>THIS SPACE IS FOR COURT USE ONLY</p> <p style="text-align: right;">2007 2008 2009 2010 2011 2012 2013 2014 2015 2016 2017 2018 2019 2020 2021 2022 2023 2024 2025 2026 2027 2028 2029 2030 2031 2032 2033 2034 2035 2036 2037 2038 2039 2040 2041 2042 2043 2044 2045 2046 2047 2048 2049 2050 2051 2052 2053 2054 2055 2056 2057 2058 2059 2060 2061 2062 2063 2064 2065 2066 2067 2068 2069 2070 2071 2072 2073 2074 2075 2076 2077 2078 2079 2080 2081 2082 2083 2084 2085 2086 2087 2088 2089 2090 2091 2092 2093 2094 2095 2096 2097 2098 2099 20100 20101 20102 20103 20104 20105 20106 20107 20108 20109 20110 20111 20112 20113 20114 20115 20116 20117 20118 20119 20120 20121 20122 20123 20124 20125 20126 20127 20128 20129 20130 20131 20132 20133 20134 20135 20136 20137 20138 20139 20140 20141 20142 20143 20144 20145 20146 20147 20148 20149 20150 20151 20152 20153 20154 20155 20156 20157 20158 20159 20160 20161 20162 20163 20164 20165 20166 20167 20168 20169 20170 20171 20172 20173 20174 20175 20176 20177 20178 20179 20180 20181 20182 20183 20184 20185 20186 20187 20188 20189 20190 20191 20192 20193 20194 20195 20196 20197 20198 20199 20200 20201 20202 20203 20204 20205 20206 20207 20208 20209 20210 20211 20212 20213 20214 20215 20216 20217 20218 20219 20220 20221 20222 20223 20224 20225 20226 20227 20228 20229 20230 20231 20232 20233 20234 20235 20236 20237 20238 20239 20240 20241 20242 20243 20244 20245 20246 20247 20248 20249 20250 20251 20252 20253 20254 20255 20256 20257 20258 20259 20260 20261 20262 20263 20264 20265 20266 20267 20268 20269 20270 20271 20272 20273 20274 20275 20276 20277 20278 20279 20280 20281 20282 20283 20284 20285 20286 20287 20288 20289 20290 20291 20292 20293 20294 20295 20296 20297 20298 20299 202000 202001 202002 202003 202004 202005 202006 202007 202008 202009 202010 202011 202012 202013 202014 202015 202016 202017 202018 202019 202020 202021 202022 202023 202024 202025 202026 202027 202028 202029 202030 202031 202032 202033 202034 202035 202036 202037 202038 202039 202040 202041 202042 202043 202044 202045 202046 202047 202048 202049 202050 202051 202052 202053 202054 202055 202056 202057 202058 202059 202060 202061 202062 202063 202064 202065 202066 202067 202068 202069 202070 202071 202072 202073 202074 202075 202076 202077 202078 202079 202080 202081 202082 202083 202084 202085 202086 202087 202088 202089 202090 202091 202092 202093 202094 202095 202096 202097 202098 202099 2020100 2020101 2020102 2020103 2020104 2020105 2020106 2020107 2020108 2020109 2020110 2020111 2020112 2020113 2020114 2020115 2020116 2020117 2020118 2020119 2020120 2020121 2020122 2020123 2020124 2020125 2020126 2020127 2020128 2020129 2020130 2020131 2020132 2020133 2020134 2020135 2020136 2020137 2020138 2020139 2020140 2020141 2020142 2020143 2020144 2020145 2020146 2020147 2020148 2020149 2020150 2020151 2020152 2020153 2020154 2020155 2020156 2020157 2020158 2020159 2020160 2020161 2020162 2020163 2020164 2020165 2020166 2020167 2020168 2020169 2020170 2020171 2020172 2020173 2020174 2020175 2020176 2020177 2020178 2020179 2020180 2020181 2020182 2020183 2020184 2020185 2020186 2020187 2020188 2020189 2020190 2020191 2020192 2020193 2020194 2020195 2020196 2020197 2020198 2020199 2020200 2020201 2020202 2020203 2020204 2020205 2020206 2020207 2020208 2020209 2020210 2020211 2020212 2020213 2020214 2020215 2020216 2020217 2020218 2020219 2020220 2020221 2020222 2020223 2020224 2020225 2020226 2020227 2020228 2020229 2020230 2020231 2020232 2020233 2020234 2020235 2020236 2020237 2020238 2020239 2020240 2020241 2020242 2020243 2020244 2020245 2020246 2020247 2020248 2020249 2020250 2020251 2020252 2020253 2020254 2020255 2020256 2020257 2020258 2020259 2020260 2020261 2020262 2020263 2020264 2020265 2020266 2020267 2020268 2020269 2020270 2020271 2020272 2020273 2020274 2020275 2020276 2020277 2020278 2020279 2020280 2020281 2020282 2020283 2020284 2020285 2020286 2020287 2020288 2020289 2020290 2020291 2020292 2020293 2020294 2020295 2020296 2020297 2020298 2020299 2020300 2020301 2020302 2020303 2020304 2020305 2020306 2020307 2020308 2020309 2020310 2020311 2020312 2020313 2020314 2020315 2020316 2020317 2020318 2020319 2020320 2020321 2020322 2020323 2020324 2020325 2020326 2020327 2020328 2020329 2020330 2020331 2020332 2020333 2020334 2020335 2020336 2020337 2020338 2020339 2020340 2020341 2020342 2020343 2020344 2020345 2020346 2020347 2020348 2020349 2020350 2020351 2020352 2020353 2020354 2020355 2020356 2020357 2020358 2020359 2020360 2020361 2020362 2020363 2020364 2020365 2020366 2020367 2020368 2020369 2020370 2020371 2020372 2020373 2020374 2020375 2020376 2020377 2020378 2020379 2020380 2020381 2020382 2020383 2020384 2020385 2020386 2020387 2020388 2020389 2020390 2020391 2020392 2020393 2020394 2020395 2020396 2020397 2020398 2020399 2020400 2020401 2020402 2020403 2020404 2020405 2020406 2020407 2020408 2020409 2020410 2020411 2020412 2020413 2020414 2020415 2020416 2020417 2020418 2020419 2020420 2020421 2020422 2020423 2020424 2020425 2020426 2020427 2020428 2020429 2020430 2020431 2020432 2020433 2020434 2020435 2020436 2020437 2020438 2020439 2020440 2020441 2020442 2020443 2020444 2020445 2020446 2020447 2020448 2020449 2020450 2020451 2020452 2020453 2020454 2020455 2020456 2020457 2020458 2020459 2020460 2020461 2020462 2020463 2020464 2020465 2020466 2020467 2020468 2020469 2020470 2020471 2020472 2020473 2020474 2020475 2020476 2020477 2020478 2020479 2020480 2020481 2020482 2020483 2020484 2020485 2020486 2020487 2020488 2020489 2020490 2020491 2020492 2020493 2020494 2020495 2020496 2020497 2020498 2020499 2020500 2020501 2020502 2020503 2020504 2020505 2020506 2020507 2020508 2020509 2020510 2020511 2020512 2020513 2020514 2020515 2020516 2020517 2020518 2020519 2020520 2020521 2020522 2020523 2020524 2020525 2020526 2020527 2020528 2020529 2020530 2020531 2020532 2020533 2020534 2020535 2020536 2020537 2020538 2020539 2020540 2020541 2020542 2020543 2020544 2020545 2020546 2020547 2020548 2020549 2020550 2020551 2020552 2020553 2020554 2020555 2020556 2020557 2020558 2020559 2020560 2020561 2020562 2020563 2020564 2020565 2020566 2020567 2020568 2020569 2020570 2020571 2020572 2020573 2020574 2020575 2020576 2020577 2020578 2020579 2020580 2020581 2020582 2020583 2020584 2020585 2020586 2020587 2020588 2020589 2020590 2020591 2020592 2020593 2020594 2020595 2020596 2020597 2020598 2020599 2020600 2020601 2020602 2020603 2020604 2020605 2020606 2020607 2020608 2020609 2020610 2020611 2020612 2020613 2020614 2020615 2020616 2020617 2020618 2020619 2020620 2020621 2020622 2020623 2020624 2020625 2020626 2020627 2020628 2020629 2020630 2020631 2020632 2020633 2020634 2020635 2020636 2020637 2020638 2020639 2020640 2020641 2020642 2020643 2020644 2020645 2020646 2020647 2020648 2020649 2020650 2020651 2020652 2020653 2020654 2020655 2020656 2020657 2020658 2020659 2020660 2020661 2020662 2020663 2020664 2020665 2020666 2020667 2020668 2020669 2020670 2020671 2020672 2020673 2020674 2020675 2020676 2020677 2020678 2020679 2020680 2020681 2020682 2020683 2020684 2020685 2020686 2020687 2020688 2020689 2020690 2020691 2020692 2020693 2020694 2020695 2020696 2020697 2020698 2020699 2020700 2020701 2020702 2020703 2020704 2020705 2020706 2020707 2020708 2020709 2020710 2020711 2020712 2020713 2020714 2020715 2020716 2020717 2020718 2020719 2020720 2020721 2020722 2020723 2020724 2020725 2020726 2020727 2020728 2020729 2020730 2020731 2020732 2020733 2020734 2020735 2020736 2020737 2020738 2020739 2020740 2020741 2020742 2020743 2020744 2020745 2020746 2020747 2020748 2020749 2020750 2020751 2020752 2020753 2020754 2020755 2020756 2020757 2020758 2020759 2020760 2020761 2020762 2020763 2020764 2020765 2020766 2020767 2020768 2020769 2020770 2020771 2020772 2020773 2020774 2020775 2020776 2020777 2020778 2020779 2020780 2020781 2020782 2020783 2020784 2020785 2020786 2020787 2020788 2020789 2020790 2020791 2020792 2020793 2020794 2020795 2020796 2020797 2020798 2020799 2020800 2020801 2020802 2020803 2020804 2020805 2020806 2020807 2020808 2020809 2020810 2020811 2020812 2020813 2020814 2020815 2020816 2020817 2020818 2020819 2020820 2020821 2020822 2020823 2020824 2020825 2020826 2020827 2020828 2020829 2020830 2020831 2020832 2020833 2020834 2020835 2020836 2020837 2020838 2020839 2020840 2020841 2020842 2020843 2020844 2020845 202</p>													

**EXHIBIT B**

**Stipulation**

TOGUT, SEGAL & SEGAL LLP  
Bankruptcy Conflicts Counsel for Delphi Corporation, *et al.*,  
Debtors and Debtors in Possession,  
One Penn Plaza, Suite 3335  
New York, New York 10119  
(212) 594-5000  
Neil Berger (NB-3599)

Delphi Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re : Chapter 11  
: Case No. 05-44481 (RDD)  
: Debtors. : (Jointly Administered)  
:  
-----X

**JOINT SETTLEMENT AGREEMENT, STIPULATION, AND  
AGREED ORDER TO PERMIT SETOFF OF OBLIGATIONS BETWEEN  
DELPHI AUTOMOTIVE SYSTEMS, DELPHI MECHATRONICS SYSTEMS,  
INC. AND MURATA ELECTRONICS NORTH AMERICA, INC. AND TO  
RESOLVE OBJECTIONS TO AND REDUCE CLAIM NUMBERS 11052 AND 11053**

**WHEREAS**, on October 8, 2005, Delphi Corporation (“Delphi”) and certain of its U.S. subsidiaries (the “Initial Filers”) including, without limitation, Delphi Automotive Systems, LLC (“DAS”) and Delphi Mechatronic Systems, Inc. (“Mechatronics”), filed voluntary petitions for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the “Bankruptcy

**EXHIBIT C**

**Evidence of Transfer of Claim**

**EVIDENCE OF TRANSFER OF CLAIM**

TO: Clerk, United States Bankruptcy Court, Southern District of New York  
AND TO: MERRILL LYNCH CREDIT PRODUCTS, LLC

MURATA ELECTRONICS NORTH AMERICA, INC., a corporation organized under the laws of the State of Texas, with offices located at 2200 Lake Park Drive, Smyrna, GA 30080-7604 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to MERRILL LYNCH CREDIT PRODUCTS, LLC, its successors and assigns, with offices located at 4 World Financial Center, 7th Floor, New York, NY 10080 ("Buyer"), all right, title and interest in and to the claims of Seller against Delphi Mechatronic Systems, Inc., docketed as Claim No. 11052 (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 05-44567, as modified by that certain "Joint Settlement Agreement, Stipulation, And Agreed Order To Permit Setoff Of Obligations Between Delphi Automotive Systems, Delphi Mechatronics Systems, Inc. And Murata Electronics North America, Inc. And To Resolve Objections To And Reduce Claim Numbers 11052 And 11053", dated July 30, 2007, entered August 29, 2007 and September 5, 2005.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Assignment of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 7th day of September, 2007.

**MURATA ELECTRONICS NORTH  
AMERICA, INC.**

WITNESS:

Makoto Nakai  
(Signature)

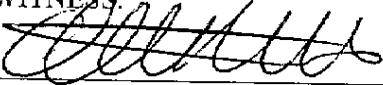
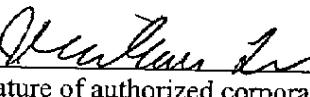
Name: Makoto Nakai  
Title: Contract Coordinator  
(Print name and title of witness)

By: Y. Nishida  
(Signature of authorized corporate officer)

Name: Yoshihiro Nishida  
Title: Treasurer, Corporate Controller  
Tel.: 770 - 805 - 3186

## MERRILL LYNCH CREDIT PRODUCTS, LLC

WITNESS:

  
(Signature)Name: Christopher Moon  
Title:  
(Print name and title of witness)By:   
(Signature of authorized corporate officer)Name: Michael Lee  
Title: Vice President  
Tel.: 212 449-4980[SIGNATURE PAGE FOR EVIDENCE OF TRANSFER OF CLAIM, DATED SEPTEMBER 7, 2007, BY AND  
BETWEEN MURATA ELECTRONICS NORTH AMERICA, INC. AND MERRILL LYNCH CREDIT  
PRODUCTS, LLC]